

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

Chelsea GCA Realty, Inc.  
(Name of Issuer)

Common Stock, \$.01 par value  
(Title of Class of Securities)

163262  
(CUSIP Number)

James M. Barkley  
Simon Property Group, L.P.  
115 West Washington Street  
Indianapolis, Indiana 46204  
(317) 636-1600  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

August 9, 2000  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G  
to report the acquisition which is the subject of this Schedule 13D,  
and is filing this schedule because of

240.13d-1(e),  
240.13d-1(f), 240.13d-1(g), check the following box [ ].

Note: Schedules filed in paper format shall include a signed original  
and five copies of the schedule, including all exhibits. See

240.13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting  
person's initial filing on this form with respect to the subject class of  
securities, and for any subsequent amendment containing information which  
would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be  
deemed to be "filed" for the purpose of Section 18 of the Securities  
Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of  
that section of the Act but shall be subject to all other provisions of the  
Act (however, see the Notes).

CUSIP No. 163262

(1) NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE  
PERSONS (ENTITIES ONLY).

Simon Property Group, L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) [ ]  
(b) [ ]

(3) SEC USE ONLY \_\_\_\_\_

(4) SOURCE OF FUNDS (SEE INSTRUCTIONS) NOT APPLICABLE

(5) CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEMS 2(D) OR 2(E) [ ]

(6) CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE

Number of (7) SOLE VOTING POWER -0-  
Shares Beneficially (8) SHARED VOTING POWER -0-  
Owned by Each (9) SOLE DISPOSITIVE POWER -0-  
Reporting Person With (10) SHARED DISPOSITIVE POWER -0-

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON -0-

(12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) [ ]

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) -0-

(14) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN

INTRODUCTORY STATEMENT

Pursuant to Regulations

240.13d-2, this Amendment No. 1

to Schedule 13D discloses changes in the statement on Schedule 13D dated June 19, 1997 filed by Simon DeBartolo Group, L.P. (now known as Simon Property Group, L.P.) and therefore does not restate the items therein in their entirety.

ITEM 1. SECURITY AND ISSUER.

This statement relates to the common stock, \$.01 par value ("Common Stock"), of Chelsea GCA Realty, Inc. ("Issuer"), a Maryland corporation. Issuer's principal executive offices are located at 103 Eisenhower Parkway, Roseland, New Jersey 07068.

ITEM 2. IDENTITY AND BACKGROUND.

This statement is filed on behalf of Simon Property Group, L.P. (formerly known as Simon DeBartolo Group, L.P.) (the "Operating Partnership"), a Delaware limited partnership engaged primarily in the ownership, development, and management of income-producing properties, primarily regional malls and community shopping centers.

The Operating Partnership is a majority-owned subsidiary of Simon Property Group, Inc. (the "Company"), a Delaware corporation that is a self-managed and administered REIT. The Company is the general partner of the Operating Partnership.

The Operating Partnership and the Company have their principal business and office addresses at 115 West Washington Street, Indianapolis, Indiana 46204. Information concerning the executive officers and directors of the Company is attached as Exhibit 99.

During the past five years, none of the Operating Partnership, the Company, or (to the knowledge of the Operating Partnership) the individuals listed on Exhibit 99 (which is incorporated herein by reference) has (i) been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors), or (ii) been a party to any civil proceeding of a judicial or administrative body of competent jurisdiction resulting in any judgment, decree or final order against any of them, enjoining any of them from engaging in future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Not applicable.

ITEM 4. PURPOSE OF TRANSACTION.

Not applicable.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a) As of August 9, 2000, none of the Operating Partnership, the Company or (to the knowledge of the Operating Partnership) the individuals listed on Exhibit 99 beneficially owned, for purposes of Regulations

240.13d-3, any shares of  
Common Stock.

(b) Not applicable.

(c) On August 9, 2000, the Operating Partnership sold 1,408,450 shares of Common Stock in a private transaction at a sale price of \$35.50 per share (the "Sale").

(d) Not applicable.

(e) As a result of the Sale, on August 9, 2000, the Operating Partnership ceased to be the beneficial owner of more than five percent of the Common Stock.

ITEM 6. CONTRACTS, ARRANGEMENT, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Not applicable.

ITEM 7. MATERIALS TO BE FILED AS EXHIBITS.

EXHIBIT TITLE

99 Executive Officers and Directors of the Company, the  
general partner of the Operating Partnership.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and  
belief, I certify that the information set forth in this statement is true,  
complete and correct.

SIMON PROPERTY GROUP, L.P.

By: SIMON PROPERTY GROUP, INC., General Partner

By: /S/ JAMES M. BARKLEY  
James M. Barkley,  
General Counsel and Secretary

Dated: August 9, 2000

EXHIBIT INDEX

EXHIBIT TITLE

99 Executive Officers and Directors of the Company, the  
general partner of the Operating Partnership.

EXECUTIVE OFFICERS AND DIRECTORS  
OF SIMON PROPERTY GROUP, INC.,  
THE GENERAL PARTNER OF  
SIMON PROPERTY GROUP, L.P.

Each person listed below is a United States citizen with a business address of 115 West Washington Street, Indianapolis, Indiana 46204. The table provides each person's position with the Company, with additional occupation information provided parenthetically.

NAME	PRESENT PRINCIPAL OCCUPATION
Melvin Simon	Co-Chairman of the Board
Herbert Simon	Co-Chairman of the Board
David Simon	Chief Executive Officer and Director
Hans C. Mautner	Vice Chairman of the Board
Richard S. Sokolov	President and Director
Randolph L. Foxworthy	Executive Vice President - Corporate Development
William J. Garvey	Executive Vice President - Property Development
James A. Napoli	Executive Vice President - Leasing
John R. Neutzling	Executive Vice President - Property Management
James M. Barkley	General Counsel and Secretary
Stephen E. Sterret	Senior Vice President and Treasurer
James R. Giuliano, III	Senior Vice President
John Rulli	Senior Vice President
Robert E. Angelica	Director (Chairman and Chief Executive Officer of the AT&T Investment Management Corporation)
Birch Bayh	Director (Senior Partner, Oppenheimer, Wolff, Donnelly & Bayh LLP)
M. Denise DeBartolo York	Director (Chairman of the Board of Edward J. DeBartolo Corporation)
G. William Miller	Director (Chairman of the Board and Chief Executive Officer of G. William Miller & Co., Inc.)
Fredrick W. Petri	Director (Partner, Petrone, Petri & Company)
J. Albert Smith, Jr.	Director (Managing Director of Bank One Corporation)
Pieter S. van den Berg	Director (Director Controller of PGGM, a Dutch pension fund)
Philip J. Ward	Director (Senior Managing Director, Head of Real Estate Investments, CIGNA Investments, Inc.)